

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 9/3/2013; 4:00 PM ET
	§	Hearing Date: TBD

**NINETEENTH QUARTERLY APPLICATION OF ALAN B. RICH, ESQ.
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS
AND HOLDERS OF DEMANDS FOR THE 49th QUARTERLY
PERIOD FROM APRIL 1, 2013 THROUGH JUNE 30, 2013**

TO THE HONORABLE JUDGE OF SAID COURT:

COMES NOW, Alan B. Rich, Esq., pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), the Retention Order (as defined below), the Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Professionals and Official Committee Members (the "Interim Compensation Order"), the Amended Administrative Order under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the "Amended Interim Compensation Order") and Del. Bankr. LR 2016-2, and hereby applies for an order allowing him (i) compensation in the amount of \$79,635.00 for the reasonable and necessary legal services he has rendered to Judge Alexander M. Sanders, Jr., Legal Representative for Future Asbestos-Related Property

Damage Claimants and Holders of Demands, and (ii) reimbursement of actual and necessary expenses that he has incurred in the amount of \$4,794.57, for a total of \$84,429.57, or one hundred percent (100%) of all compensation and expense reimbursement requested for the period April 1, 2013 through June 30, 2013 (the "Quarterly Fee Application"), and in support of this Quarterly Fee Application, would respectfully show as follows:

I.

SUMMARY

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Judge Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	January 1, 2013 to March 31, 2013
Amount of Fees Sought as Actual Reasonable and Necessary:	\$79,635.00
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$4,794.57
This is a(n): <input type="checkbox"/> Monthly <input checked="" type="checkbox"/> Quarterly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
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6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
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8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
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12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
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7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/2/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	Paid	Paid
5/2/2011	4/1/2011 to 4/30/2011	\$13,364.00	\$44.00	Paid	Paid
6/1/2011	5/1/2011 to 5/31/2011	\$22,932.00	\$243.05	Paid	Paid
7/1/2011	6/1/2011 to 6/30/2011	\$18,824.00	\$533.60	Paid	Paid
8/1/2011	7/1/2011 to 7/31/2011	\$10,088.00	\$0	Paid	Paid

9/1/2011	8/1/2011 to 8/31/2011	\$6,708.00	\$20.88	Paid	Paid
10/3/2011	9/1/2011 to 9/30/2011	\$6,500.00	\$0	Paid	Paid
11/1/2011	10/1/2011 to 10/31/2011	\$6,396.00	\$0	Paid	Paid
12/5/2011	11/1/2011 to 11/30/2011	\$6,084.00	\$0	Paid	Paid
1/3/2012	12/1/2011 to 12/31/2011	\$3,484.00	\$30.00	Paid	Paid
2/1/2012	1/1/2012 to 1/31/2012	\$8,372.00	\$0	Paid	Paid
3/5/2012	2/1/2012 to 2/29/2012	\$13,312.00	\$30.00	Paid	Paid
4/2/2012	3/1/2012 to 3/31/2012	\$8,060.00	\$0	Paid	Paid
5/3/2012	4/1/2012 to 4/30/2012	\$8,628.00	\$637.84	Paid	Paid
6/1/2012	5/1/2012 to 5/31/2012	\$18,450.00	\$1,613.72	Paid	Paid
7/2/2012	6/1/2012 to 6/30/2012	\$21,164.00	\$1,753.72	Paid	Paid
8/1/2012	7/1/2012 to 7/31/2012	\$22,400.00	\$565.23	Paid	Paid
9/4/2012	8/1/2012 to 8/31/2012	\$17,808.00	\$0.00	Paid	Paid
10/1/2012	9/1/2012 to 9/30/2012	\$5,992.00	\$0.00	Paid	Paid
11/1/2012	10/1/2012 to 10/31/2012	\$8,120.00	\$30.00	Paid	Paid
12/4/2012	11/1/2012 to 11/30/2012	\$12,880.00	\$0.00	Paid	Paid
1/2/2013	12/1/2012 to 12/31/2012	\$17,696.00	\$339.28	Paid	Paid
2/1/2013	1/1/2013 to 1/31/2013	\$28,168.00	\$393.21	Paid	Paid
3/1/2013	2/1/2013 to 2/28/2013	\$10,640.00	\$344.94	Paid	Paid

4/1/2013	3/1/2013 to 3/31/2013	\$11,872.00	\$0.00	Paid	Paid
5/1/2013	4/1/2013 to 4/30/2013	\$10,024.00	\$26.50	Paid	Paid
6/2/2013	5/1/2013 to 5/31/2013	\$18,704.00	\$1,289.82	Paid	Paid
7/1/2013	6/1/2013 to 6/30/2013	\$34,980.00	\$3,478.25	Paid	Paid

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 28 years, and his billing rate is \$750 per hour.² In this Quarterly Application period Mr. Rich billed 109.6 hours,³ for a total amount billed of \$79,635.00, of which 80% (\$63,708.00) has already been paid. All expenses, \$4,794.57, have been billed and paid. **Therefore, the amount not yet approved on an interim basis or paid is \$15,927.00 in fees.**

The time for preparation of this Nineteenth Quarterly Application is approximately 1.5 hours, for which \$1,125.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	84.8 [46.7 at \$750/hr.]	\$61,695.00
Fee Applications	9.4 [1.7 at \$750/hr.]	\$6,665.00
Travel	30.8 [19.8 at \$750/hr.]	\$11,275.00 [at 50% of rate]
TOTAL	90.5	\$0.00

² On June 1, 2013, Rich's hourly billing rate went to \$750 per hour, from \$700 per hour.

³ Actual Non-Productive travel time, if any, is included in this figure, although it was billed at 50% of the actual time incurred.

EXPENSE SUMMARY

Description	Expense
Travel	\$4,230.84
Courtcall	\$51.00
Copies	\$37.06
Westlaw	\$449.17
Pacer	\$26.50
TOTAL	\$4,794.57

II.**APPLICATION**

1. On April 2, 2001, (the "Petition Date") each of the Debtors filed a voluntary petition for relief under Chapter 11 of Title 11 of the United States Bankruptcy Code (the "Chapter 11 Cases"). On April 2, 2001, the Court entered an order procedurally consolidating the Chapter 11 Cases for administrative purposes only. Since the Petition Date, the Debtors are continuing to operate their businesses and manage their properties and assets as debtors-in-possession pursuant to sections 1107(a) and 1108 of the United States Bankruptcy Code. The Plan has been confirmed and is now on appeal to the Third Circuit.

2. On May 3, 2001, the Court entered an Interim Compensation Order, as amended by the Amended Interim Compensation Order, establishing procedures for monthly compensation and reimbursement of expenses of professionals (each such application, a "Monthly Fee Application"), and whereby any notice party listed in the Amended Interim Compensation Order may object to such Monthly Fee Application. If no notice party objects to professional's Monthly Fee Application within twenty (20) days after the date of service of the

Monthly Fee Application, the applicable professional may submit to the Court a certification of no objection authorizing the interim compensation and reimbursement of eighty percent (80%) of the fees requested and one hundred percent (100%) of the expenses requested, subject to the filing and approval of the interim and final fee applications of the professional.

3. Furthermore, and also pursuant to the Amended Interim Compensation Order, within forty-five (45) days of the end of each quarter, professionals are required to file and serve, upon the notice parties, a quarterly request (a "Quarterly Fee Application") for interim Court approval and allowance of the Monthly Fee Applications filed during the quarter covered by that Quarterly Fee Application. If the Court grants the relief requested by the Quarterly Fee Application, the Debtors are authorized and directed to pay the professional 100% of the fees and expenses requested in the Monthly Fee Applications covered by that Quarterly Fee Application, less any amounts previously paid in connection with the Monthly Fee Applications. Any payment made pursuant to the Monthly Fee Applications or a Quarterly Fee Application is subject to final approval of all fees and expenses at a hearing on the professional's final fee application.

4. By an order of this Court, the PD FCR was authorized to retain Alan B. Rich as his counsel, effective as of September 29, 2008 (the "Retention Order"). The Retention Order authorizes the Debtors to compensate Rich at his hourly rate charged for services of this type and to be reimbursed for actual and necessary out-of-pocket expenses that he incurred, subject to application to this Court in accordance with the Bankruptcy Code, the Federal Rules of Bankruptcy Procedure, all applicable local rules and orders of this Court.

5. This Quarterly Fee Application, which is submitted in accordance with the Amended Interim Compensation Order, is Rich's Nineteenth Quarterly Fee Application for compensation for services rendered in connection with the Chapter 11 Cases and covers the 48th Quarterly fee period of April 1, 2013 through June 30, 2013 (the "Fee Period").

6. Rich has filed with the Court the following Monthly Fee Applications for interim compensation during the Fee Period:

- (a) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Fifty-Sixth Interim Period from April 1, 2013 Through April 30, 2013, seeking \$10,024.00 (80% of \$12,530.00) in fees and expenses in the amount of \$26.50;
- (b) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Fifty-Seventh Monthly Interim Period from May 1, 2013 Through May 31, 2013, seeking \$18,704.00 (80% of \$23,380.00) in fees and expenses in the amount of \$1,289.82; and
- (c) Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Fifth-Eighth Monthly Interim Period from June 1, 2013 Through June 30, 2013, seeking \$34,980.00 (80% of \$43,725.00) in fees and expenses in the amount of \$3,478.25.

7. The monthly fee applications covered by this Quarterly Fee Application contain detailed daily time logs describing the actual and necessary services provided by Rich during the Fee Period, as well as other detailed information required to be included in fee applications. The Fifty-Sixth (including Corrected Page 1), Fifty-Seventh and Fifth-Eighth monthly fee applications (collectively, the "Applications") are attached hereto as Exhibits "1," "2" and "3" respectively.

8. The periods for objecting to the fee and expense reimbursements relating to the Fifty-Sixth, Fifty-Seventh and Fifth-Eighth monthly fee applications have each passed without any objections being filed, whereupon Rich filed Certificates of No Objection with the Court, and Rich has been paid interim compensation and reimbursement of 80% of the fees and 100% of the expenses requested.

9. Rich has filed 18 prior Quarterly Fee Applications.

10. By this Nineteenth Quarterly Fee Application, Rich requests that the Court approve the interim allowance of compensation for professional services rendered and the reimbursement of actual and necessary expenses incurred by Rich from April 1, 2013 through June 30, 2013, and authorize and require payment of said amounts less any amounts previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order. As stated above, the full scope of the services provided and the related expenses incurred are fully described in the Monthly Fee Applications that already have been filed with the Court.

11. Rich reserves his right to seek at a later date compensation for services rendered and expenses incurred during the applicable period that are not otherwise included in the relevant monthly fee application.

12. At all relevant times, Rich has been a disinterested person as that term is defined in Section 101(14) of the United States Bankruptcy Code, as modified by section 1107(b) of the United States Bankruptcy Code and has not represented or held an interest adverse to the interest of the Debtors.

13. All services for which compensation is requested by Rich were performed for or on behalf of the PD FCR and not on behalf of any committee, creditor, or other person.

14. Rich believes that this Quarterly Fee Application complies with the requirements of Del. Bankr. LR 2016-2 and the Amended Interim Compensation Order.

15. During the Interim Period, Rich has received no promises for payment from any source for services rendered or to be rendered in any capacity whatsoever in connection with these Chapter 11 Cases, other than the interim compensation payments pursuant to the Amended Interim Compensation Order. There is no agreement or understanding between Rich and any other person for the sharing of compensation to be received for services rendered in these cases.

16. The professional services and related expenses for which Rich requests interim allowance of compensation and reimbursement of expenses were rendered and incurred in connection with these cases in the discharge of Rich's professional responsibilities as counsel for the PD FCR in the Chapter 11 Cases. Rich's services have been necessary and beneficial to the PD FCR as well as the Debtors and their estates, creditors, and other parties in interest.

17. Pursuant to Fed R. Bankr. P. 2016(b), Rich has not shared, nor has agreed to share: (a) any compensation it has received or may receive with another party or person, or (b) any compensation another person or party has received or may receive in connection with the Chapter 11 Cases.

WHEREFORE, Alan B. Rich, Esq. respectfully requests that the Court enter an order, providing that (a) for the period from April 1, 2013 through June 30, 2013, an administrative allowance be made to Rich in the sum of \$79,635.00 as compensation for reasonable and necessary professional services rendered to the PD FCR and, in the sum of \$4,794.57, for

reimbursement of actual and necessary costs and expenses incurred, for a total of \$84,429.57; (b) that the Debtors be authorized and directed to pay to Rich the outstanding amount of such sums, less any sums previously paid to Rich pursuant to the Monthly Fee Applications and the procedures set forth in the Amended Interim Compensation Order and (c) this Court grant such other and further relief to which Rich is justly entitled.

Respectfully Submitted,

A handwritten signature in black ink, appearing to read 'ALB RICH', with a stylized flourish at the end.

Alan B. Rich
Texas Bar No. 16842350
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1201 Elm Street
Dallas, Texas 75270
(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO JUDGE ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

DECLARATION

Alan B. Rich, declares as follows:

I am the counsel hired by the PD FCR with the approval of the Court, and am familiar with the legal services which I rendered to the PD FCR. I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. I believe that this Application substantially complies with Local Bankruptcy Rules for the District of Delaware.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: August 21, 2013.



CERTIFICATE OF SERVICE

I certify that on the 21st day of August, 2013, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



EXHIBIT 1

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	RELATED TO DOC.# 30579
	§	

**NOTICE OF FILING OF CORRECTED PAGE 1 OF
SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS
AND HOLDERS OF DEMANDS FOR THE FIFTY-SIXTH MONTHLY
INTERIM PERIOD FROM APRIL 1, 2013 THROUGH APRIL 30, 2013**

Alan B. Rich, counsel to Judge Alexander M. Sanders, Jr., Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands (“PD FCR”), files a Corrected Page 1 of his “Summary of Application of Alan B. Rich, Esq. For Compensation for Services and Reimbursement of Expenses as Counsel to the Legal Representative for Future Asbestos-related Property Damage Claimants And Holders of Demands for the Fifty-sixth Monthly Interim Period from April 1, 2013 Through April 30, 2013.” The Corrected Page 1 is attached as Exhibit A.

Respectfully Submitted,



Alan B. Rich, Esq.
Texas Bar No. 16842350

4244 Renaissance Tower
1201 Elm Street
Dallas, Texas 75270
(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO JUDGE ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 2nd day of May, 2013, this document was served through the ECF system on all persons who have requested notice through the ECF system, and on the special notice parties by electronic mail.



EXHIBIT A

**IN THE UNITED STATES BANKRUPTCY COURT
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In re:	§	Chapter 11
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W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
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COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
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Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$26.50
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

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10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	Paid	Paid
5/2/2011	4/1/2011 to 4/30/2011	\$13,364.00	\$44.00	Paid	Paid
6/1/2011	5/1/2011 to 5/31/2011	\$22,932.00	\$243.05	Paid	Paid
7/1/2011	6/1/2011 to 6/30/2011	\$18,824.00	\$533.60	Paid	Paid
8/1/2011	7/1/2011 to 7/31/2011	\$10,088.00	\$0	Paid	Paid

9/1/2011	8/1/2011 to 8/31/2011	\$6,708.00	\$20.88	Paid	Paid
10/3/2011	9/1/2011 to 9/30/2011	\$6,500.00	\$0	Paid	Paid
11/1/2011	10/1/2011 to 10/31/2011	\$6,396.00	\$0	Paid	Paid
12/5/2011	11/1/2011 to 11/30/2011	\$6,084.00	\$0	Paid	Paid
1/3/2012	12/1/2011 to 12/31/2011	\$3,484.00	\$30.00	Paid	Paid
2/1/2012	1/1/2012 to 1/31/2012	\$8,372.00	\$0	Paid	Paid
3/5/2012	2/1/2012 to 2/29/2012	\$13,312.00	\$30.00	Paid	Paid
4/2/2012	3/1/2012 to 3/31/2012	\$8,060.00	\$0	Paid	Paid
5/3/2012	4/1/2012 to 4/30/2012	\$8,628.00	\$637.84	Paid	Paid
6/1/2012	5/1/2012 to 5/31/2012	\$18,460.00	\$1,613.72	Paid	Paid
7/2/2012	6/1/2012 to 6/30/2012	\$21,164.00	\$1,753.72	Paid	Paid
8/1/2012	7/1/2012 to 7/31/2012	\$22,400.00	\$565.23	Paid	Paid
9/4/2012	8/1/2012 to 8/31/2012	\$17,808.00	\$0.00	Paid	Paid
10/1/2012	9/1/2012 to 9/30/2012	\$5,992.00	\$0.00	Paid	Paid
11/1/2012	10/1/2012 to 10/31/2012	\$8,120.00	\$30.00	Paid	Paid
12/4/2012	11/1/2012 to 11/30/2012	\$12,880.00	\$0.00	Paid	Paid
1/2/2013	12/1/2012 to 12/31/2012	\$17,696.00	\$339.28	Paid	Paid
2/1/2013	1/1/2013 to 1/31/2013	\$28,168.00	\$393.21	Paid	Paid
3/1/2013	2/1/2013 to 2/28/2013	\$10,640.00	\$344.94	Paid	Paid

4/1/2013	3/1/2013 to 3/31/2013	\$11,872.00	\$0.00	Paid	Paid

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 28 years, and his billing rate is \$700 per hour. In this Application period Mr. Rich billed 17.9 hours,² for a total amount billed of \$12,530.00 of which 80% is currently sought, in the amount of \$10,024.00. Reasonable expenses were incurred for this period in the amount of \$26.50. The total sought in this Application is \$10,050.50.

As stated above, this is the Fifty-Sixth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.5 hours, for which \$1,050.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	15.2	\$10,640.00
Fee Application Matters	2.7	\$1,890.00
TOTAL	17.9	\$12,530.00

EXPENSE SUMMARY

Description	Expense
PACER	\$26.50
TOTAL	\$26.50

² Travel Time, if any, is included in this figure at 50% of actual time.

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



Alan B. Rich, Esq.
Texas Bar No. 16842350
1201 Elm Street, Suite 4244
Dallas, Texas 75270
(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 1st day of May, 2013, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.



EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1201 Elm Street
Dallas, Texas 75270
Telephone 214.744.5100
Fax 214.744.5101
E-mail: arich@alanrichlaw.com

INVOICE FOR PROFESSIONAL SERVICES (April, 2013)

Client

Judge Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
4/1/2013	Emails to and from client re oral argument	0.1
4/1/2013	Prepare, file and serve 55th monthly fee application and notice of filing thereof	1.5
4/1/2013	Review Miscellaneous Pleadings received today	0.2
4/1/2013	Review Correspondence from Garlock to USDC in Rule 2019 Appeals	0.1
4/1/2013	Review Garlock 8015 Motion in 2019 appeals	0.5
4/1/2013	Review ACC Response to Garlock 8015 Motion in 2019 Appeals	0.3
4/1/2013	Review Lawfirm Appellees' Joinder in ACC Response to Garlock's 8015 Motion in 2019 Appeals	0.1
4/1/2013	Review Certain Lawfirm's Joinder in ACC Response to Garlock's 8015 Motion in 2019 Appeals	0.1

4/2/2013	Review Order of USDC denying Garlock's 8015 Motion in 2019 Appeals	0.1
4/2/2013	Prepare, file and serve 43rd monthly fee application of Judge Sanders and notice of filing thereof	0.5
4/2/2013	Review Miscellaneous Pleadings received today	0.2
4/2/2013	Prepare, file and serve Certificate of No Objection re Judge Sanders' 42nd Monthly Fee Application	0.2
4/2/2013	Telephone call with J. Donley re oral argument	0.1
4/3/2013	Review Amended Exhibit "A" to the 141st Monthly Fee Application of Local Counsel to the Property Damage committee	0.1
4/3/2013	Review Miscellaneous Pleadings received today	0.2
4/3/2013	Review Withdrawal and substitution of counsel for Aetna in Third Circuit	0.1
4/3/2013	Review Withdrawal and substitution of counsel for Aetna in Bankruptcy Court	0.1
4/4/2013	Attend telephonic Status Conference re protocol for Garlock's Rule 2019 exhibit access	1.2
4/4/2013	Review Miscellaneous Pleadings received today	0.1
4/5/2013	Review Miscellaneous Pleadings received today	0.1
4/5/2013	Review Amended Notice of Oral Argument from Third Circuit in 12-1402; 12-1403; 12-1404, 12-1405 and 12-2924	0.1
4/5/2013	Emails to and from Debtor re errors in 46th Quarterly Fee payment	0.1
4/6/2013	Review Miscellaneous Pleadings received today	0.1
4/8/2013	Review Miscellaneous Pleadings received today	0.1
4/8/2013	Review Certificate of No Objection re sealing Shenitz Affidavit re Baker Donelson Motion	0.1
4/8/2013	Review Certificate of No Objection re Settlement with Markel Intl Ins Co	0.1

4/8/2013	Review Certification of Counsel re Baker Donelson motion	0.1
4/8/2013	Review Certification of Counsel re 2013 LTIP Motion	0.1
4/9/2013	Review Certificate of No Objection to 47th Quarterly Fee Application of PD Committee Counsel	0.1
4/9/2013	Review Order Establishing Protocol for Release of Exhibits to 2019 Statements	0.3
4/9/2013	Review Fee Auditor's Report re 47th Quarterly Fee Application of Canadian ZAI Counsel	0.1
4/9/2013	Review Miscellaneous Pleadings received today	0.1
4/10/2013	Review Certificates of No Objection re ZAI Canadian Counsels' quarterly fee applications	0.1
4/10/2013	Review Miscellaneous Pleadings received today	0.1
4/10/2013	Review Lawfirm Appellees' Statement re Special Masters nominated by Garlock re 2019 exhibits	0.1
4/10/2013	Review Quarterly Report of compensation of Ordinary Course Professionals	0.2
4/11/2013	Review Notice of Settlement with USG Corp.	0.5
4/11/2013	Review Certificate of No Objection re 141st Monthly Fee Application of Local Counsel to the PD Committee	0.1
4/11/2013	Review Certificate of No Ojbection re 47th Quarterly Fee Application of Local Counsel to the PD Committee	0.1
4/11/2013	Review Debtors' Rejection of Lease with BNSF in Libby, MT	0.2
4/12/2013	Review Division of Argument of Garlock, Montana and Canada	0.1
4/12/2013	Review Miscellaneous Pleadings received today	0.1
4/12/2013	Email to J. Donley re oral argument	0.1
4/12/2013	Review Scheinman Affidavit re Garlock 2019 exhibits	0.1
4/13/2013	Review Miscellaneous Pleadings received today	0.1

4/15/2013	Review 142nd Monthly Fee Application of Local Counsel to the PD Committee	0.1
4/15/2013	Emails to and from J. Donley re appeal	0.1
4/15/2013	Review Notice re Nomination of Scheinman as Special Master	0.1
4/15/2013	Review Corrected Notice re Nomination of Scheinman as Special Master	0.1
4/15/2013	Review Agenda for April Omnibus hearing	0.1
4/15/2013	Email to client re April Omnibus hearing	0.1
4/15/2013	Review Motion for an Order Authorizing the Private Sale of Real Property and Approving the Purchase and Sale Agreement	1.0
4/15/2013	Review Order Designating E-Discovery Master re Garlock 2019 Exhibit Access	0.1
4/16/2013	Review Declaration of Baird in support of Private Sale Motion	0.1
4/16/2013	Email to Debtors' counsel and client re Sale Motion	0.1
4/16/2013	Review Order Authorizing the 2013 Long-Term Incentive Plan	0.1
4/16/2013	Review Miscellaneous Pleadings received today	0.1
4/17/2013	Review Order granting Baker Donelson motion	0.2
4/17/2013	Review Order Approving the Settlement Agreement Between W.R. Grace & Co. and Markel Insurance Company	0.1
4/17/2013	Review Miscellaneous Pleadings received today	0.1
4/17/2013	Email to client re pending matters	0.2
4/17/2013	Review Amended Agenda for April Omnibus hearing	0.1
4/17/2013	Email to client re April Omnibus hearing	0.1
4/18/2013	Review Miscellaneous Pleadings received today	0.1
4/18/2013	Email from client re pending matters	0.1

4/18/2013	Review Amended Oral Argument Notice in Montana, Garlock and Canada appeals	0.1
4/18/2013	Review Amended Oral Argument Notice in Anderson Memorial appeals	0.1
4/18/2013	Review Amended Oral Argument Notice in Bank Lender appeals	0.1
4/19/2013	Review Miscellaneous Pleadings received today	0.1
4/19/2013	Emails to and from client re fee issues	0.1
4/19/2013	Review Fee Auditors Report re Baker Donalson 32nd Q Fee App	0.1
4/22/2013	Draft, file and service of Certificate of No Objection re 55th Monthly Fee Application	0.2
4/22/2013	Review Miscellaneous Pleadings received today	0.1
4/22/2013	Draft, file and service of Certificate of No Objection re Judge Sanders' 43rd Monthly Fee Application	0.2
4/22/2013	Email from client re status	0.1
4/23/2013	Review Miscellaneous Pleadings received today	0.1
4/23/2013	Review Fee Auditors Report re Orrick 47Q Fee application	0.1
4/24/2013	Telephone conference with Debtors' counsel re potential transaction	0.1
4/24/2013	Review of Blackstone materials on renewed Project Larch transaction and draft of approval motion	1.0
4/24/2013	Review Miscellaneous Pleadings received today	0.1
4/24/2013	Emails to and from PI FCR counsel re renewed Project Larch	0.1
4/25/2013	Email to client re Project Larch	0.2
4/25/2013	Review Miscellaneous Pleadings received today	0.1
4/25/2013	Conference with R. Wyron re Larch	0.2

4/25/2013	Review Debtors' Forty-Seventh Quarterly Report of Settlements From January 1, 2013 Through March 31, 2013	0.1
4/25/2013	Debtors' Forty-Seventh Quarterly Report of Asset Sales From January 1, 2013 Through March 31, 2013	0.1
4/26/2013	Review Monthly Fee Applications of the Canadian ZAI Claimants' counsels	0.3
4/26/2013	Review Miscellaneous Pleadings received today	0.1
4/29/2013	Emails with R. Wyron re Project Larch	0.1
4/29/2013	Review CNO for 139th monthly fee application of PD committee counsel	0.1
4/29/2013	Review CNO for 140th monthly fee application of PD committee counsel	0.1
4/29/2013	Review Miscellaneous Pleadings received today	0.2
4/29/2013	Emails to and from client re Project Larch	0.1
4/30/2013	Review Notice regarding miscellaneous 2019 statements	0.1
4/30/2013	Emails to and from client re Section 6.3 of the trust agreement	0.1
4/30/2013	Conference with J. Radecki re Larch	0.3
4/30/2013	Emails to client re status of Project Larch	0.1
4/30/2013	Draft nomination under Section 6.3 of the trust agreement	0.4
4/30/2013	Review Miscellaneous Pleadings received today	0.1
4/30/2013	Email from Debtors' counsel re Project Larch	0.1

Total: 17.9 hours @ \$700/hour = \$12,530.00

Expenses: PACER – \$26.50

Total Fees and Expenses Due: \$12,556.50

EXHIBIT 2

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 6/23/2013; 4:00 PM ET
	§	Hearing Date: TBD (if needed)

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND
HOLDERS OF DEMANDS FOR THE FIFTY-SEVENTH MONTHLY INTERIM
PERIOD FROM MAY 1, 2013 THROUGH MAY 31, 2013**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Judge Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	May 1, 2013 through May 31, 2013
Amount of Fees Sought as Actual Reasonable and Necessary:	\$18,704.00 [80% of \$23,380.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$1,289.82
This is a(n):	<input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	Paid	Paid
5/2/2011	4/1/2011 to 4/30/2011	\$13,364.00	\$44.00	Paid	Paid
6/1/2011	5/1/2011 to 5/31/2011	\$22,932.00	\$243.05	Paid	Paid
7/1/2011	6/1/2011 to 6/30/2011	\$18,824.00	\$533.60	Paid	Paid
8/1/2011	7/1/2011 to 7/31/2011	\$10,088.00	\$0	Paid	Paid

9/1/2011	8/1/2011 to 8/31/2011	\$6,708.00	\$20.88	Paid	Paid
10/3/2011	9/1/2011 to 9/30/2011	\$6,500.00	\$0	Paid	Paid
11/1/2011	10/1/2011 to 10/31/2011	\$6,396.00	\$0	Paid	Paid
12/5/2011	11/1/2011 to 11/30/2011	\$6,084.00	\$0	Paid	Paid
1/3/2012	12/1/2011 to 12/31/2011	\$3,484.00	\$30.00	Paid	Paid
2/1/2012	1/1/2012 to 1/31/2012	\$8,372.00	\$0	Paid	Paid
3/5/2012	2/1/2012 to 2/29/2012	\$13,312.00	\$30.00	Paid	Paid
4/2/2012	3/1/2012 to 3/31/2012	\$8,060.00	\$0	Paid	Paid
5/3/2012	4/1/2012 to 4/30/2012	\$8,628.00	\$637.84	Paid	Paid
6/1/2012	5/1/2012 to 5/31/2012	\$18,460.00	\$1,613.72	Paid	Paid
7/2/2012	6/1/2012 to 6/30/2012	\$21,164.00	\$1,753.72	Paid	Paid
8/1/2012	7/1/2012 to 7/31/2012	\$22,400.00	\$565.23	Paid	Paid
9/4/2012	8/1/2012 to 8/31/2012	\$17,808.00	\$0.00	Paid	Paid
10/1/2012	9/1/2012 to 9/30/2012	\$5,992.00	\$0.00	Paid	Paid
11/1/2012	10/1/2012 to 10/31/2012	\$8,120.00	\$30.00	Paid	Paid
12/4/2012	11/1/2012 to 11/30/2012	\$12,880.00	\$0.00	Paid	Paid
1/2/2013	12/1/2012 to 12/31/2012	\$17,696.00	\$339.28	Paid	Paid
2/1/2013	1/1/2013 to 1/31/2013	\$28,168.00	\$393.21	Paid	Paid
3/1/2013	2/1/2013 to 2/28/2013	\$10,640.00	\$344.94	Paid	Paid

4/1/2013	3/1/2013 to 3/31/2013	\$11,872.00	\$0.00	Paid	Paid
5/1/2013	4/1/2013 to 4/30/2013	\$10,024.00	\$26.50	Paid	Paid

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 28 years, and his billing rate is \$700 per hour. In this Application period Mr. Rich billed 33.4 hours,² for a total amount billed of \$23,380.00 of which 80% is currently sought, in the amount of \$18,704.00. Reasonable expenses were incurred for this period in the amount of \$1,289.82. The total sought in this Application is \$19,993.82.

As stated above, this is the Fifty-Seventh application for monthly fees and expenses. The time for preparation of this Application is approximately 1.5 hours, for which \$1,050.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	22.9	\$16,030.00
Fee Application Matters	5.0	\$3,500.00
Travel	11.0 (at 100%)	\$3,850.00 (at 50%)
TOTAL	38.9	\$23,380.00

² Travel Time, if any, is included in this figure at 50% of actual time.

EXPENSE SUMMARY

Description	Expense
Copies	\$37.06
Courtcall	\$51.00
Travel	\$1,201.76
TOTAL	\$1,289.82

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



Alan B. Rich, Esq.
Texas Bar No. 16842350
1201 Elm Street, Suite 4244
Dallas, Texas 75270
(214) 744-5100
(214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
M. SANDERS, JR., LEGAL
REPRESENTATIVE FOR FUTURE
ASBESTOS-RELATED PROPERTY
DAMAGE CLAIMANTS AND HOLDERS
OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 2nd day of June, 2013, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.

A handwritten signature in black ink, appearing to read "MBRIL", is written above a horizontal line.

EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1201 Elm Street
Dallas, Texas 75270
Telephone 214.744.5100
Fax 214.744.5101
E-mail: arich@alanrichlaw.com

INVOICE FOR PROFESSIONAL SERVICES (May, 2013)

Client

Judge Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
5/1/2013	Review Miscellaneous Pleadings received today	0.1
5/1/2013	Emails to and from Judge Sanders re 6.3 form	0.1
5/1/2013	Prepare, file and serve 56th monthly fee application and notice of filing thereof	1.5
5/1/2013	Revise section 6.3 nomination form	0.1
5/2/2013	Prepare, file and serve Notice of Filing of Corrected Page 1 to 56th Monthly Fee Application	0.1
5/2/2013	Review Miscellaneous Pleadings received today	0.1
5/2/2013	Emails to and from Judge Sanders re 6.3 form	0.1
5/3/2013	Prepare, file and serve Quarterly Fee Application for the 48th Quarter and notice of filing thereof	1.5

5/3/2013	Review Miscellaneous Pleadings received today	0.2
5/3/2013	Prepare, file and serve Quarterly Fee Application of the PD FCR for the 48th Quarter and notice of filing thereof	0.5
5/3/2013	Review CNO re Notice of Settlement of Claim of USG Corporation as Assignee of DAP	0.1
5/6/2013	Review CNO re Motion for Order Authorizing the Private Sale of Real Property and Approving the Purchase and Sale Agreement	0.1
5/6/2013	Review Miscellaneous Pleadings received today	0.1
5/6/2013	Review Debtor-In-Possession Quarterly Operating Report for 1Q2013	0.3
5/7/2013	Review Order Authorizing Private Sale of Real Property and Approving the Purchase and Sale Agreement	0.3
5/7/2013	Review Miscellaneous Pleadings received today	0.1
5/7/2013	Review Status Report in Scotts Adversary Proceeding	0.2
5/7/2013	Review Status Report in Chakarian Adversary Proceeding	0.2
5/8/2013	Review Miscellaneous Pleadings received today	0.1
5/8/2013	Review nomination form from client	0.1
5/8/2013	Review March fee application of local counsel for the Property Damage Committee	0.1
5/8/2013	Review March fee application of counsel for the Property Damage Committee	0.1
5/8/2013	Prepare, file and serve 44th Monthly Fee Application of the PD FCR and Notice of Filing thereof	0.8
5/8/2013	Conference with PD Trustee-designate re status	0.1
5/8/2013	Review Amended Agenda for May Omnibus	0.1
5/8/2013	Email to client re cancellation of May Omnibus hearing	0.1

5/9/2013	Review Miscellaneous Pleadings received today	0.1
5/9/2013	Review Certificate of No Objection to 142nd Monthly Fee Application of Local Counsel to the Property Damage Committee	0.1
5/9/2013	Conferences re Project Larch	0.3
5/10/2013	Review Miscellaneous Pleadings received today	0.1
5/13/2013	Review 48th Quarterly Application for compensation of counsel to the Property Damage Committee	0.1
5/13/2013	Review Miscellaneous Pleadings received today	0.1
5/14/2013	Review Miscellaneous Pleadings received today	0.1
5/15/2013	Emails to and from John Donley re appeal	0.1
5/15/2013	Review Miscellaneous Pleadings received today	0.2
5/16/2013	Letter from Clerk re division of oral argument	0.1
5/16/2013	Review Miscellaneous Pleadings received today	0.1
5/16/2013	Telephone call with J. Donley	0.1
5/16/2013	Email from Debtors' counsel meeting	0.1
5/17/2013	Email to J. Donley re meeting	0.1
5/17/2013	Review Miscellaneous Pleadings received today	0.1
5/18/2013	Email from J. Donley re meeting	0.1
5/18/2013	Review Miscellaneous Pleadings received today	0.1
5/19/2013	Emails to and from J. Donley re meeting	0.1
5/20/2013	Conference with John Donley re meeting	0.1
5/20/2013	Review Judge Fitzgerald's Bondex estimation opinion for any language helpful to Grace appeal	1.0

5/20/2013	Review Third Circuit Division of Argument form for Garlock/MT/Canada appeal	0.1
5/20/2013	Review Third Circuit Division of Argument form for Bank Lenders appeal	0.1
5/20/2013	Review Miscellaneous Pleadings received today	0.1
5/20/2013	Review Third Circuit Division of Argument form for Anderson Memorial appeal	0.1
5/21/2013	Review Appellants' Third Circuit Division of Argument form for Bank Lenders appeal	0.1
5/21/2013	Review Miscellaneous Pleadings received today	0.1
5/22/2013	Prepare, file and serve CNO for monthly fee application	0.2
5/23/2013	Review 48th Quarterly Fee Application of local counsel for the Property Damage Committee	0.1
5/23/2013	Review Judge Fitzgerald's Pittsburgh Corning confirmation opinion re any issues helpful to Grace appeal	1.5
5/23/2013	Review Miscellaneous Pleadings received today	0.2
5/23/2013	Prepare, file and serve CNO for Judge Sanders' Quarterly fee application	0.2
5/23/2013	Prepare, file and serve CNO for Quarterly Fee Application	0.2
5/24/2013	Review Miscellaneous Pleadings received today	0.2
5/24/2013	Review email from Debtors' counsel re appeal issues	0.2
5/24/2013	Review Monthly fee applications of Canadian ZAI counsel	0.3
5/24/2013	Review Motion to Appoint Roger Frankel new PI FCR	0.5
5/24/2013	Email to client re pending PI FCR motion	0.1
5/24/2013	Email re meeting at Debtors' counsels' office	0.1
5/25/2013	Email re meeting at Debtors' counsels' office	0.1

5/26/2013	Preparation for oral argument meeting	2.5
5/27/2013	Travel to Washington DC for oral argument meeting (5.2 hrs. @ 50%)	2.6
5/27/2013	Review Miscellaneous Pleadings received today	0.1
5/28/2013	Meeting at Kirkland & Ellis re oral argument preparation and strategy	8.5
5/28/2013	Prepare, file and serve CNO for Judge Sanders' monthly fee application	0.2
5/28/2013	Review Miscellaneous Pleadings received today	0.1
5/28/2013	Travel to Dallas from Washington DC (5.8 hrs. @ 50%)	2.9
5/29/2013	Review Claim Settlement Notice 13308	0.2
5/29/2013	Review Interim Order appopinting Roger Frankel PI FCR	0.1
5/29/2013	Review Miscellaneous Pleadings received today	0.1
5/29/2013	Review Third Circuit argument allocation form for AMH	0.1
5/29/2013	Review Fee Auditor's Report for the 47th Quarter	0.3
5/30/2013	Review Miscellaneous Pleadings received today	0.1
5/30/2013	Review Amended Order Appointing Frankel as PI FCR	0.1
5/30/2013	Review Order Rescinding Order Requiring fee applications be delivered to chambers	0.1
5/31/2013	Review Miscellaneous Pleadings received today	0.1
5/31/2013	Review Certificates of No Objection re Canadian ZAI counsels' monthly fee applications	0.1
5/31/2013	Review Order from Third Circuit re AMH brief	0.1
5/31/2013	Emails to and from 7A PD Trustee-designee re status	0.1
5/31/2013	Review Miscellaneous Pleadings received today	0.1

Total: 33.4 hours @ \$700/hour = \$23,380.00

Expenses: \$1,289.82 (for detail, see Attachment)

Total Fees and Expenses Due: \$24,669.82

EXPENSES FOR MAY 2013

EXHIBIT 1

DATE	DESCRIPTION OF EXPENSE	AMOUNT
4/15/2013	Courtcall	\$51.00
5/24/2013	Copies (Fed Ex Office)	\$37.06
5/27/2013	RT Coach Airfare DFW-DCA	\$833.80
5/27/2013	Taxi	\$18.00
5/27/2013	Dinner	\$51.10
5/28/2013	Hotel	\$250.76
5/28/2013	Taxi	\$18.00
5/28/2013	Dinner	\$11.10
5/28/2013	DFW Parking	\$19.00
	TOTAL EXPENSES	\$1,289.82

EXHIBIT 3

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	§	Chapter 11
	§	
W. R. GRACE & CO., et al.,	§	Case No. 01-01139 (JKF)
	§	
<i>Debtors.</i>	§	Jointly Administered
	§	
	§	Objection Deadline: 7/22/2013; 4:00 PM ET
	§	Hearing Date: TBD (if needed)

**SUMMARY OF APPLICATION OF ALAN B. RICH, ESQ. FOR
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF
EXPENSES AS COUNSEL TO THE LEGAL REPRESENTATIVE FOR
FUTURE ASBESTOS-RELATED PROPERTY DAMAGE CLAIMANTS AND
HOLDERS OF DEMANDS FOR THE FIFTY-EIGHTH MONTHLY
INTERIM PERIOD FROM JUNE 1, 2013 THROUGH JUNE 30, 2013**

Name of Applicant:	Alan B. Rich, Esq.
Authorized to Provide Services To:	Judge Alexander M. Sanders, Jr., Legal Representative for Future Asbestos- Related Property Damage Claimants and Holders of Demands
Date of Retention:	September 29, 2008 (<i>nunc pro tunc</i>)
Period for Which Compensation and Reimbursement is Sought:	June 1, 2013 through June 30, 2013
Amount of Fees Sought as Actual Reasonable and Necessary:	\$34,980.00 [80% of \$43,725.00]
Amount of Expenses Sought as Actual, Reasonable and Necessary:	\$3,478.25
This is a(n): <input checked="" type="checkbox"/> Monthly <input type="checkbox"/> Interim <input type="checkbox"/> Final Application	

PRIOR APPLICATIONS

Date Filed	Period Covered	Requested Fees ¹	Requested Expenses	Status of Fees	Status of Expenses
11/15/2008	9/29/2008 to 9/30/2008	\$5,796.00	\$693.50	Paid	Paid
11/15/2008	10/1/2008 to 10/30/2008	\$24,380.00	\$3,821.18	Paid	Paid
12/11/2008	11/1/2008 to 11/30/2008	\$35,326.00	\$4,010.79	Paid	Paid
1/2/2009	12/1/2008 to 12/31/2008	\$18,510.00	\$1,482.39	Paid	Paid
2/1/2009	1/1/2009 to 1/31/2009	\$31,740.00	\$2,717.34	Paid	Paid
3/2/2009	2/1/2009 to 2/28/2009	\$32,614.00	\$2,420.56	Paid	Paid
4/2/2009	3/1/2009 to 3/31/2009	\$27,186.00	\$4,556.30	Paid	Paid
5/5/2009	4/1/2009 to 4/30/2009	\$25,898.00	\$2,612.62	Paid	Paid
6/2/2009	5/1/2009 to 5/31/2009	\$56,304.00	\$5,301.01	Paid	Paid
7/1/2009	6/1/2009 to 6/30/2009	\$56,902.00	\$7,769.09	Paid	Paid
8/22/2009	7/1/2009 to 7/31/2009	\$40,296.00	\$4,279.60	Paid	Paid
9/1/2009	8/1/2009 to 8/31/2009	\$56,442.00	\$6,484.97	Paid	Paid
10/1/2009	9/1/2009 to 9/30/2009	\$65,184.00	\$6,064.05	Paid	Paid
11/1/2009	10/1/2009 to 10/31/2009	\$28,848.00	\$2,337.16	Paid	Paid
12/1/2009	11/1/2009 to 11/30/2009	\$16,176.00	\$10.35	Paid	Paid
1/3/2010	12/1/2009 to 12/31/2009	\$7,200.00	\$194.00	Paid	Paid

¹ At 80% of the total incurred.

2/1/2010	1/1/2010 to 1/31/2010	\$29,088.00	\$2,415.28	Paid	Paid
3/2/2010	2/1/2010 to 2/28/2010	\$7,392.00	\$187.00	Paid	Paid
4/1/2010	3/1/2010 to 3/31/2010	\$7,200.00	\$150.56	Paid	Paid
5/3/2010	4/1/2010 to 4/30/2010	\$11,040.00	\$805.28	Paid	Paid
6/1/2010	5/1/2010 to 5/31/2010	\$5,808.00	\$44.00	Paid	Paid
7/1/2010	6/1/2010 to 6/30/2010	\$9,792.00	\$779.81	Paid	Paid
8/1/2010	7/1/2010 to 7/31/2010	\$7,824.00	\$208.00	Paid	Paid
9/1/2010	8/1/2010 to 8/31/2010	\$4,272.00	\$273.00	Paid	Paid
10/1/2010	9/1/2010 to 9/30/2010	\$6,672.00	\$30.00	Paid	Paid
11/1/2010	10/1/2010 to 10/31/2010	\$3,408.00	\$44.00	Paid	Paid
12/1/2010	11/1/2010 to 11/30/2010	\$6,012.00	\$0	Paid	Paid
1/3/2011	12/1/2010 to 12/31/2010	\$13,572.00	\$1,146.02	Paid	Paid
2/1/2011	1/1/2011 to 1/31/2011	\$13,416.00	\$1,247.19	Paid	Paid
3/1/2011	2/1/2011 to 2/28/2011	\$17,992.00	\$1,509.34	Paid	Paid
4/1/2011	3/1/2011 to 3/31/2011	\$10,660.00	\$201.00	Paid	Paid
5/2/2011	4/1/2011 to 4/30/2011	\$13,364.00	\$44.00	Paid	Paid
6/1/2011	5/1/2011 to 5/31/2011	\$22,932.00	\$243.05	Paid	Paid
7/1/2011	6/1/2011 to 6/30/2011	\$18,824.00	\$533.60	Paid	Paid
8/1/2011	7/1/2011 to 7/31/2011	\$10,088.00	\$0	Paid	Paid

9/1/2011	8/1/2011 to 8/31/2011	\$6,708.00	\$20.88	Paid	Paid
10/3/2011	9/1/2011 to 9/30/2011	\$6,500.00	\$0	Paid	Paid
11/1/2011	10/1/2011 to 10/31/2011	\$6,396.00	\$0	Paid	Paid
12/5/2011	11/1/2011 to 11/30/2011	\$6,084.00	\$0	Paid	Paid
1/3/2012	12/1/2011 to 12/31/2011	\$3,484.00	\$30.00	Paid	Paid
2/1/2012	1/1/2012 to 1/31/2012	\$8,372.00	\$0	Paid	Paid
3/5/2012	2/1/2012 to 2/29/2012	\$13,312.00	\$30.00	Paid	Paid
4/2/2012	3/1/2012 to 3/31/2012	\$8,060.00	\$0	Paid	Paid
5/3/2012	4/1/2012 to 4/30/2012	\$8,628.00	\$637.84	Paid	Paid
6/1/2012	5/1/2012 to 5/31/2012	\$18,460.00	\$1,613.72	Paid	Paid
7/2/2012	6/1/2012 to 6/30/2012	\$21,164.00	\$1,753.72	Paid	Paid
8/1/2012	7/1/2012 to 7/31/2012	\$22,400.00	\$565.23	Paid	Paid
9/4/2012	8/1/2012 to 8/31/2012	\$17,808.00	\$0.00	Paid	Paid
10/1/2012	9/1/2012 to 9/30/2012	\$5,992.00	\$0.00	Paid	Paid
11/1/2012	10/1/2012 to 10/31/2012	\$8,120.00	\$30.00	Paid	Paid
12/4/2012	11/1/2012 to 11/30/2012	\$12,880.00	\$0.00	Paid	Paid
1/2/2013	12/1/2012 to 12/31/2012	\$17,696.00	\$339.28	Paid	Paid
2/1/2013	1/1/2013 to 1/31/2013	\$28,168.00	\$393.21	Paid	Paid
3/1/2013	2/1/2013 to 2/28/2013	\$10,640.00	\$344.94	Paid	Paid

4/1/2013	3/1/2013 to 3/31/2013	\$11,872.00	\$0.00	Paid	Paid
5/1/2013	4/1/2013 to 4/30/2013	\$10,024.00	\$26.50	Paid	Paid
6/3/2013	5/1/2013 to 5/31/2013	\$18,704.00	\$1,289.82	CNO Filed	CNO Filed

Alan B. Rich is the only attorney providing services in this Fee Application period. Mr. Rich has practiced law for 28 years, and his billing rate is \$750 per hour. In this Application period Mr. Rich billed 58.3 hours,² for a total amount billed of \$43,725.00, of which 80% is currently sought, in the amount of \$34,980.00. Reasonable expenses were incurred for this period in the amount of \$3,478.25. The total sought in this Application is \$38,458.25.

As stated above, this is the Fifty-Eighth application for monthly fees and expenses. The time for preparation of this Application is approximately 1.5 hours, for which \$1,125.00 will be requested in a future application.

COMPENSATION BY PROJECT CATEGORY

Project Category	Hours	Amount
Confirmation	46.7	\$35,025.00
Fee Application Matters	1.7	\$1,275.00
Travel	19.8 (at 100%)	\$7,425.00 (at 50%)
TOTAL	68.2	\$43,725.00

² Travel Time, if any, is included in this figure at 50% of actual time.

EXPENSE SUMMARY

Description	Expense
Westlaw	\$449.17
Travel	\$3,029.08
TOTAL	\$3,478.25

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 2016-2(f)

I, Alan B. Rich, a professional person seeking approval of this Monthly Fee Application, and having reviewed the requirements of Local Rule 2016-2, hereby certify that in my opinion, this Monthly Fee Application complies with Local Rule 2016-2.

Respectfully Submitted,



Alan B. Rich, Esq.
 Texas Bar No. 16842350
 1201 Elm Street, Suite 4244
 Dallas, Texas 75270
 (214) 744-5100
 (214) 744-5101 [fax]
arich@alanrichlaw.com

COUNSEL TO HON. ALEXANDER
 M. SANDERS, JR., LEGAL
 REPRESENTATIVE FOR FUTURE
 ASBESTOS-RELATED PROPERTY
 DAMAGE CLAIMANTS AND HOLDERS
 OF DEMANDS

CERTIFICATE OF SERVICE

I certify that on the 1st day of July, 2013, this document was served through the ECF system on all persons who have requested notice through the ECF system, and upon the special notice parties by electronic mail.

MBRIL

EXHIBIT A

ALAN B. RICH

Attorney and Counselor
4244 Renaissance Tower
1201 Elm Street
Dallas, Texas 75270
Telephone 214.744.5100
Fax 214.744.5101
E-mail: arich@alanrichlaw.com

INVOICE FOR PROFESSIONAL SERVICES (June, 2013)

Client

Judge Alexander M. Sanders, Legal Representative for Future Asbestos-Related Property Damage Claimants and Holders of Demands

Matter

In re W. R. Grace, No. 01-1139 (Bankr. D. Del)

<u>Date</u>	<u>Services Performed</u>	<u>Time</u>
6/1/2013	Review Miscellaneous Pleadings received today	0.1
6/2/2013	Prepare, file and serve 57th Monthly Fee Application and Notice of Filing thereof	1.5
6/3/2013	Review Certificates of no objection to 36th monthly fee applications of Canadian ZAI counsel	0.1
6/3/2013	Review Miscellaneous Pleadings received today	0.1
6/4/2013	Review Monthly Fee Application of Local Counsel to the Property Damage Committee	0.1
6/4/2013	Review Monthly Fee Application of Counsel to the Property Damage Committee	0.1
6/4/2013	Review Miscellaneous Pleadings received today	0.1
6/4/2013	Emails to and from J. Donley re meeting	0.1

6/4/2013	Review Certificate of No Objection to monthly fee application (141st) of Counsel to the Property Damage Committee	0.1
6/4/2013	Review quarterly Fee Applications of the Canadian ZAI special counsels	0.4
6/5/2013	Review Miscellaneous Pleadings received today	0.2
6/5/2013	Preparation for oral argument	4.0
6/5/2013	Travel to Washington DC for moot court (5.0 hrs. @ 50%)	2.5
6/5/2013	Review Anderson Memorial Hospital's motion to extend brief filing deadline	0.1
6/5/2013	Review Order re assigning case to Judge Carey	0.1
6/5/2013	Review PI FCR's motion to employ counsel	0.5
6/6/2013	Moot Court	7.2
6/6/2013	Review Miscellaneous Pleadings received today	0.1
6/6/2013	Review Order granting Anderson Memorial Hospital's motion for extension	0.1
6/6/2013	Review Anderson Memorial's Revised Brief	1.0
6/6/2013	Review Supplemental Appendix filed by Anderson Memorial	2.1
6/6/2013	Review Certificate of No Objection to quarterly fee application of PD committee counsel	0.1
6/7/2013	Meeting re oral argument	3.6
6/7/2013	Travel from Meeting (4.8 hours @ 50%)	2.4
6/7/2013	Review notice from Third Circuit re AMH brief	0.1
6/8/2013	Review of bench memos	2.7
6/8/2013	Emails to and from J. Donley	0.3
6/10/2013	Review Miscellaneous Pleadings received today	0.1
6/10/2013	Oral Argument preparations	1.1

6/10/2013	Review Order from Third Circuit re argument time	0.1
6/10/2013	Email to client re oral argument	0.1
6/11/2013	Review PI FCR's motion to retain Lincoln Partners	0.5
6/11/2013	Review notice from Third Circuit re AMH appendix	0.1
6/11/2013	Emails to and from client re oral argument	0.1
6/11/2013	Review Miscellaneous Pleadings received today	0.1
6/11/2013	Review PI FCR's motion to hire local Delaware counsel	0.5
6/11/2013	Emails with J. Donley re argument	0.1
6/12/2013	Review Miscellaneous Pleadings received today	0.1
6/12/2013	Preparation for oral argument	1.2
6/12/2013	Emal re oral argument meeting	0.1
6/14/2013	Review Miscellaneous pleadings received today	0.2
6/14/2013	Emails with PD Trustee-designate	0.1
6/14/2013	Prepare for oral argument	1.0
6/16/2013	Prepare for oral argument	4.0
6/16/2013	Travel (non-working) to Philadelphia for oral argument (2.0 hrs. @ 50%)	1.0
6/17/2013	Preparation for oral argument and presentation of oral argument before the Third Circuit	7.0
6/17/2013	Travel (non-working) from Philadelphia to Dallas (including weather and mechanical delays) (9.0 hrs. @ 50%)	4.5
6/17/2013	Review Miscellaneous Pleadings received today	0.1
6/17/2013	Review letter from Third Circuit re transcript	0.1
6/18/2013	Review Miscellaneous Pleadings received today	0.1

6/19/2013	Emails re transcript of oral argument	0.1
6/19/2013	Review Miscellaneous Pleadings received today	0.2
6/19/2013	Review withdrawal of appearance of Nerko of Arrowood	0.1
6/19/2013	Review Certificate of No Objection of Appointment of Roger Frankel as PI FCR	0.1
6/19/2013	Conference with PD trustee-designee re oral argument	0.1
6/20/2013	Review Fee Auditor's report re 48th Quarterly fee application of Stroock	0.1
6/20/2013	Review Certificate of No Objection re Claim Settlement Notice 13308	0.1
6/20/2013	Review Miscellaneous Pleadings received today	0.1
6/20/2013	Review Fee Auditor's report re 48th Quarterly fee application of Higgins	0.1
6/21/2013	Review Miscellaneous Pleadings received today	0.1
6/21/2013	Review Certification of Counsel re August 1 Omnibus hearing	0.1
6/24/2013	Review Miscellaneous Pleadings received today	0.1
6/24/2013	Review Order re August Omnibus Hearing and vacating omnibus hearing orders	0.1
6/24/2013	Review Transcript of Bank Lender appeal	1.3
6/24/2013	Prepare, file and serve CNO re 57th Monthly Fee Application	0.2
6/25/2013	Review Miscellaneous Pleadings received today	0.1
6/25/2013	Review Certificate of No Objection re Quarterly Fee Application of local counsel to the Property Damage committee	0.1
6/25/2013	Review decision in In the Matter of the Liquidation of Integrity Insurance Company/the Celotex Asbestos Trust re PD issues	1.0
6/25/2013	Emails with R. Higgins re omnibus hearings	0.1
6/26/2013	Review Miscellaneous Pleadings received today	0.1

6/27/2013	Review Miscellaneous Pleadings received today	0.1
6/27/2013	Email to M. Eveland re ZAI TDP	0.1
6/28/2013	Review Monthly Fee Applications of counsel to the Canadian ZAI claimants	0.3
6/28/2013	Review Miscellaneous Pleadings received today	0.2
6/28/2013	Email from M. Eveland re ZAI TDP	0.1
6/29/2013	Review Miscellaneous Pleadings received today	0.1

Total: 58.3 hours @ \$750/hour = \$43,725.00

Expenses: \$3,478.25 (For detail, see Attachment)

Total Fees and Expenses Due: \$47,203.25

EXPENSES FOR JUNE 2013

EXHIBIT 1

DATE	DESCRIPTION OF EXPENSE	AMOUNT
6/1/2013	Westlaw	\$449.17
	Washington DC	
6/5/2013	RT Coach Airfare and Change Fees	\$972.25
6/5/2013	Taxi	\$18.00
6/5/2013	Dinner	\$20.19
6/5/2013	Hotel (2 nights)	\$465.09
6/6/2013	Taxi	\$9.00
6/6/2013	Hotel tips	\$5.00
6/6/2013	Lunch	\$10.22
6/6/2013	Taxi	\$8.00
6/6/2013	Taxi	\$10.00
6/6/2013	Dinner	\$33.22
6/6/2013	Metro	\$7.00
6/7/2013	Taxi	\$8.00
6/7/2013	Taxi	\$18.00
6/7/2013	Dinner	\$11.31
6/10/2013	DFW Parking	\$41.00
	Philadelphia	
6/16/2013	RT Coach Airfare and change fee	\$737.80
6/16/2013	Taxi	\$35.40
6/16/2013	Lunch	\$14.06
6/16/2013	Dinner	\$41.98
6/17/2013	Hotel	\$390.53
6/17/2013	Hotel tips	\$5.00
6/17/2013	Taxi	\$10.00
6/17/2013	Taxi	\$35.40
6/17/2013	Dinner	\$14.69
6/17/2013	Inflight internet access	\$11.95
6/17/2013	DFW Airport Transportation (round trip)	\$95.99
	Total Expenses	\$3,478.25